

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re

Calfrac Well Services Corp., *et al.*,¹

Debtors in a Foreign Proceeding

Chapter 15

Case No. 20-33529 (DRJ)

Joint Administration Requested

SECOND AMENDED WITNESS AND EXHIBIT LIST FOR AUGUST 25, 2020 HEARING

The above-referenced debtors and debtors in possession (collectively, the “**Chapter 15 Debtors**”) file this Second Amended Witness and Exhibit List for the hearing to be held on August 25, 2020, at 10:00 a.m. (prevailing Central Time) in Courtroom 400 of the United States Courthouse, 515 Rusk Street, Houston, Texas 77002 (the “**Hearing**”) as follows:²

WITNESSES

The Chapter 15 Debtors may call the following witnesses at the Hearing:

1. Ronald P. Mathison;
2. Lindsay R. Link;
3. Mark D. Rosen;
4. Wilks Brother, LLC and its Affiliated Funds through 30(b)(6) Representative;
5. Chris D. Simard regarding Canadian law;
6. Any witness designated by another party;
7. Any rebuttal or impeachment witnesses as necessary.

¹ The Chapter 15 Debtors, along with the last four digits of each U.S. Debtor’s federal tax identification number, where applicable, are as follows: Calfrac Well Services Corp. (“**CWSC**”) (1738), 12178711 Canada Inc. (“**Arrangeco**”), Calfrac Well Services Ltd. (“**Calfrac**”) (3605), Calfrac (Canada) Inc. (“**CCI**”), and Calfrac Holdings LP (“**CHLP**”) (0236).

² The Chapter 15 Debtors filed and served on Wilks Brothers and its affiliated funds the Chapter 15 Debtors’ original Witness and Exhibit List for August 25, 2020 Hearing at 12:00 p.m. CT on August 21, 2020. Dkt. 93.

EXHIBITS

| NO. | Description | M a r k | O f f e r | O b j e c t | A d m i t | W/D | Disposition After Trial |
|------------|---|----------------------------|----------------------------------|--|----------------------------------|------------|------------------------------------|
| 1. | Calfrac Well Services Ltd. Annual Information Form, March 10, 2020 (CF00006643 - CF00006684) | | | | | | |
| 2. | Government of Alberta Corporation/Non-Profit Search Corporation Registration System, July 13, 2020 (CF00000056 - CF00000059) | | | | | | |
| 3. | Government of Alberta Corporation/Non-Profit Search Corporation Registration System, July 13, 2020 (CF00000062-CF00000063) | | | | | | |
| 4. | Certificate of Incorporation, July 6, 2020 (CF00000073 - CF00000077) | | | | | | |
| 5. | Entity Classification Election, Calfrac Holdings LP (CF00001900 - CF00001902) | | | | | | |
| 6. | Delaware Division of Corporations Entity Details (CF00000067) | | | | | | |
| 7. | Limited Partnership Agreement for CHLP, January 25, 2007 (CF00000923 - CF00000934) | | | | | | |
| 8. | Corporate Registry Search of CHLP (CF00000070) | | | | | | |
| 9. | Press Release, Calfrac Announces Commencement of CBCA Stay Proceedings, Recapitalization Transaction and Financial Update, July 14, 2020 (CF00002911 - CF00002916) | | | | | | |
| 10. | Email fr. P. Meady to E. Oke cc: L. Link, et al. attaching Global Headcount as of March 31, 2020, Apr. 6, 2020 (CF00002177 - CF00002178) | | | | | | |

| NO. | Description | M a r k | O f f e r | O b j e c t | A d m i t | W/D | Disposition After Trial |
|-----|---|------------------|-----------------------|----------------------------|-----------------------|-----|----------------------------|
| 11. | Memorandum fr. A. Boutchev and D. Leskowski re April 2020 Forecast Process, Mar. 5, 2020 (CF00007179 - CF0007182) | | | | | | |
| 12. | Memorandum fr. A. Boutchev and D. Leskowski re July 2020 Forecast Process, Jun. 9, 2020 (CF00007280 - CF00007283) | | | | | | |
| 13. | Email fr. N. Johnson to M. Wilks, P. Pecora Re: Calfrac Well Services, Mar. 6, 2020 (WB-CF-0000931 - WB-CF-0000942) | | | | | | |
| 14. | Calfrac Capital Expenditures & AFE Approvals (CF00007250 - CF0007256) | | | | | | |
| 15. | Calfrac Authority for Expenditures AFE Number: 2020-0021 (CF00003842) | | | | | | |
| 16. | Calfrac Authority for Expenditures AFE Number: 2020-0036 (CF00002222 - CF00002223) | | | | | | |
| 17. | Calfrac Authority for Expenditures AFE Number: 2020-0032 (CF00002894) | | | | | | |
| 18. | Calfrac Spending Authority – Approval Limits (Schedules) (CF00007187 - CF00007204) | | | | | | |
| 19. | Calfrac Identification of CWS Services and Critical Service – Related Product (CF00007205 - CF00007207) | | | | | | |
| 20. | Email fr. M. Olinek to R. Ballendine et al. re Project RISE Update, Feb. 23, 2020 (CF00004000 - CF00004001) | | | | | | |
| 21. | Email fr. B. Bishop to E. Oke, et al. Re: Pandemic Planning, Mar. 1, 2020 (CF00004002) | | | | | | |

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|-----|---|------------------|-----------------------|----------------------------|-----------------------|-----|----------------------------|
| 22. | Email fr. M. Olinek to D. Ramsay et al. Re: March 2020 and February 2020 Monthly Executive Reports, Apr. 18, 2020 (CF00002038 - CF00002067) | | | | | | |
| 23. | Email fr. M. Olinek to D. Ramsay et al. Re: March 2020 and February 2020 Monthly Executive Reports, Mar. 20, 2020 (CF00002277 - CF00002278) | | | | | | |
| 24. | Email fr. Communications to Calfrac – USA, Calfrac – Canada, Calfrac – Argentina Re: Oracle Cloud ERP is now LIVE!, Apr. 6, 2020 (CF00003908 - CF00003910) | | | | | | |
| 25. | Email fr. L. Taylor to A. Boutchev, et al. Re: US Weekly Ops Report and Weekly Operations Report and Spreadsheet, July 6, 2020 (CF00002696 - CF00002701) | | | | | | |
| 26. | Email fr. R. Ballendine to J. McCullough cc: M. Olinek, E. Ing Re: US Fixed Asset Adjustments, Jan. 23, 2020 (CF00003422 - CF00003423) | | | | | | |
| 27. | Email fr. E. Oke to C. Gall, et al. Re: Preliminary Cost Reduction Plans, Mar. 12, 2020 (CF00002328 - CF00002329) | | | | | | |
| 28. | Email fr. E. Oke to L. Link, Mar. 11, 2020 (CF00002333) | | | | | | |
| 29. | Email fr. B. Bishop to R. Angel et al. Re: District Incident Response & Recovery Team – Pandemic Operations Guide, Mar. 6, 2020 (CF00003989 - CF00003999) | | | | | | |
| 30. | Email fr. B. Bishop to B. Cochrane et al. Re: Alert Level 1 – Requirements, Mar. 13, 2020 (CF00006420) | | | | | | |

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|-----|--|------------------|-----------------------|----------------------------|-----------------------|-----|----------------------------|
| 31. | Email fr. J. Deister to F. Toney re Training Courses and CEU's, Jan. 15, 2020 (CF00006492 - CF00006493) | | | | | | |
| 32. | Email fr. J. Koop to F. Toney re Employee Authorization Letter, July 16, 2020 (CF00006498) | | | | | | |
| 33. | Legal Entity Organizational Chart (CF00008067) | | | | | | |
| 34. | Excel Spreadsheet – Headcount by Division 2009-Present (CF00007271) | | | | | | |
| 35. | Excel Spreadsheet – Calfrac Global Headcount Report (CF00001263) | | | | | | |
| 36. | List of Chapter 15 Debtors Directors and Officers (CF00001828 - CF00001831) | | | | | | |
| 37. | Intellectual Property (Patents/Trademarks) (CF00000943 - CF00000946) | | | | | | |
| 38. | Bank Covenants - Mar 2020, April 23, 2020 (CF00004373 - CF00004374) | | | | | | |
| 39. | Research on Recap Announcement, July 15, 2020 (CF00004162 - CF00004204) | | | | | | |
| 40. | Letter to M. Wilks Re: Reply to Your Letter of June 30, 2020, July 2, 2020 (CF00006345 - CF00006346) | | | | | | |
| 41. | Calfrac Announces Commencement of CBCA Stay Proceedings, Recapitalization Transaction and Financial Update (CF00006569 - CF00006582) | | | | | | |

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|------------|--|----------------------------|----------------------------------|--|----------------------------------|------------|------------------------------------|
| 42. | Letter re Wilks LOI and Proposal, June 22, 2020 (CF00005733 - CF00004497) | | | | | | |
| 43. | Calfrac COVID Email fr. R. Mathison to M. Wilks, April 4, 2020 (WB-CF-0000080) | | | | | | |
| 44. | Follow-up email fr. M. Wilks to R. Mathison, April 15, 2020 (WB-CF-0000067 - WB-CF-0000071) | | | | | | |
| 45. | Letter fr. M. Wilks to R. Mathison, May 4, 2020 (WB-CF-0000406) | | | | | | |
| 46. | Email Chain on Injecting Capital into Calfrac, May 25, 2020 (WB-CF-0000081 - WB-CF-0000083) | | | | | | |
| 47. | Email fr. R. Mathison to M. Wilks re Potential Call, Apr. 7, 2020 (WB-CF-0000482 - WB-CF-0000493) | | | | | | |
| 48. | Letter fr. M. Wilks to R. Mathison Re: Potential Value Enhancing Initiatives, May 6, 2020 (WB-CF-0000508) | | | | | | |
| 49. | Email fr. R. Mathison to M. Wilks attaching Draft of NDA, May 29, 2020 (WB-CF-0000058 - WB-CF-0000066) | | | | | | |
| 50. | Indenture, 10.875% Second Lien Secured Notes Due 2026, February 14, 2020 (CF00000349 - CF00000547) | | | | | | |

| NO. | Description | M a r k | O f f e r | O b j e c t | A d m i t | W/D | Disposition After Trial |
|-----|---|------------------|-----------------------|----------------------------|-----------------------|-----|----------------------------|
| 51. | Confidential Offering Memorandum, Calfrac Holdings LP, Offer to Exchange up to US\$100,000,000 Aggregate Principal Amount of Calfrac Holding LP's New 10.875% Second Lien Secured Notes due 2026 for Calfrac Holdings LP's Outstanding 8.500% Senior Unsecured Notes due 2026 (CF00001481 - CF0001620) | | | | | | |
| 52. | Indenture, 8.50% Senior Notes Due 2026, May 30, 2018 (CF00000596 - CF0000744) | | | | | | |
| 53. | Amended and Restated Credit Agreement, April 30, 2019 (CF00000080 - CF00000346) | | | | | | |
| 54. | Email fr. E. Ing to A. Noorani et al. Re: Q2 2020 Reporting Timetable, June 23, 2020 (CF00007288 - CF00007289) | | | | | | |
| 55. | Operations – Calfrac Employee Responsibility Training (Cert) Procedure (CF00001624 - CF00001631) | | | | | | |
| 56. | Calfrac Pandemic and Infectious Disease Crisis Management Plan (CF00001632 - CF00001672) | | | | | | |
| 57. | Design and Development Procedure (CF00001673 - CF00001682) | | | | | | |
| 58. | Procurement Strategy Determination Process (CF00001683 - CF00001689) | | | | | | |
| 59. | Sales and Operations Planning Procedure (CF00001690 - CF00001695) | | | | | | |
| 60. | Quality Manual (CF00001696 - CF00001729) | | | | | | |

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|-----|--|------------------|-----------------------|----------------------------|-----------------------|-----|----------------------------|
| 61. | Authorities and Spending Limits (CF00001730 - CF00001741) | | | | | | |
| 62. | Credit Risk Management Policy (CF00001742 - CF00001746) | | | | | | |
| 63. | Approval of Intercompany Funds Transfers (CF00001747 - CF00001749) | | | | | | |
| 64. | Treasury and Banking Authorities (CF00001749 - CF00001750) | | | | | | |
| 65. | Code of Business Conduct (CF00001751 - CF00001761) | | | | | | |
| 66. | Whistleblower Policy (CF00001762 - CF00001766) | | | | | | |
| 67. | Anti-Bribery and Anti-Corruption Policy (CF00001767 - CF00001778) | | | | | | |
| 68. | Approval of Audit and Non-Audit Services (CF00001779 - CF00001786) | | | | | | |
| 69. | Approval of Accounting (CF00001794 -CF00001798) | | | | | | |
| 70. | Execution of Service (CF00001799 - CF00001806) | | | | | | |
| 71. | Calfrac Bondholder List (CF00007826) | | | | | | |
| 72. | Email fr. M. Wilks to T. Burney Re: Armoyan Offer Letter, July 9, 2020 (WB-CF-0000987 - WB-CF-0000989) | | | | | | |
| 73. | Intercreditor and Priority Agreement, February 14, 2020 (CF00000550 - CF00000593) | | | | | | |

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| 74. | Declaration of Chris Simard In Support of Petition for Recognition and Chapter 15 Relief | | | | | | |
| 75. | Monthly Executive Report for Month End July 31, 2020 (CF00008048 - CF00008066) | | | | | | |
| 76. | Quarterly Audit Committee Report for Quarter Ended June 30, 2020 (CF00008035 - CF00008047) | | | | | | |
| 77. | Email fr. E. Oke to C. Gall, et al. Re: 2019 STIP Plan Results – Confidential, Mar. 10, 2020 (CF00007854) | | | | | | |
| 78. | Email fr. Communications to Calfrac – Calgary; Calfrac – Denver; Calfrac – The Woodlands, June 22, 2020 (CF00007855 - CF00007856) | | | | | | |
| 79. | Memorandum fr. E. Oke to Calfrac North America Offices Re: Office Re-opening Update, June 22, 2020 (CF00007857 - CF00007858) | | | | | | |
| 80. | COVID-19 Manager & Supervisor Information Office & Shop Response Protocols (CF00007859 - CF00007861) | | | | | | |
| 81. | Email fr. F. Toney to R. Montoya Re: Supplier Credit Discussions, June 24, 2020 (CF00007869 - CF00007870) | | | | | | |
| 82. | Email fr. M. Wilks to R. Mathison, et al. Re: WB Restructuring Proposal Aug 3 2020, Aug. 3, 2020 (CF00007871 - CF00007885) | | | | | | |
| 83. | Email fr. T. Czajkowski to S. Treadwell Re: 2L Capacity, Jan. 28, 2020 (CF00007886) | | | | | | |

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| 84. | Email fr. J. Lucas to Investors Re: Question regarding remaining secured capacity, Jan. 28, 2020 (CF00007892) | | | | | | |
| 85. | Email fr. T. Czajkowski to S. Treadwell Re: 2L Capacity, Jan. 28, 2020 (CF00007893) | | | | | | |
| 86. | Email fr. S. Kearns to S. Treadwell Re: Recent Bond Exchange OM, Feb. 18, 2020 (CF00007901 - CF00007902) | | | | | | |
| 87. | Email fr. S. Kearns to Investors Re: Recent Bond Exchange OM, Feb. 18, 2020 (CF00007903) | | | | | | |
| 88. | Email fr. S. Treadwell to T. Goldthorpe Re: Fidelity/Calfrac Call, Feb. 4, 2020 (CF00007904 - CF00007905) | | | | | | |
| 89. | Email fr. S. Treadwell to T. Goldthorpe Re: Fidelity/Calfrac Call, Feb. 4, 2020 (CF00007906 - CF00007907) | | | | | | |
| 90. | Email fr. M. Paslawski to L. Link, E. Oke Re: Press Releases with attachments, Jan. 27, 2020 (CF00002620 - CF00002626) | | | | | | |
| 91. | Email fr. M. Paslawski to M. Olinek Re: Wilks Brothers Proposal with attachment, June 22, 2020 (CF00005731 - CF00005737) | | | | | | |
| 92. | Excel Spreadsheet – Estimated OI Analysis (CF00008033) | | | | | | |
| 93. | Email fr. M. Wilks to R. Mathison, C. Smith-Muir Re: Potential Call, April 4, 2020 (CF00007862 - CF00007865) | | | | | | |

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| 94. | Email fr. A. Liu to S. Treadwell Re: CFW second lien debt announcement?, Jan. 28, 2020 (CF00007888 - CF00007889) | | | | | | |
| 95. | Calfrac Management of Change Form (CF00008014 - CF00008018) | | | | | | |
| 96. | Calfrac Management of Change Process (CF00008019 - CF00008025) | | | | | | |
| 97. | Calfrac Management of Change, Risk Assessment and Contingency Planning (CF00008026 - CF00008032) | | | | | | |
| 98. | Email fr. A. Kearns to S. Treadwell cc: A. Morante Re: Calfrac Bondholder Question (CF00007887), Jan. 30, 2020 | | | | | | |
| 99. | Email fr. K. Begoli to S. Treadwell Re: Exchange Offer Clarification, Feb. 4, 2020 (CF00007890) | | | | | | |
| 100. | Email fr. M. Lavigueur to S. Treadwell cc: C. Rowan Re: Exchange Offer Questions, Jan. 28, 2020 (CF00007891) | | | | | | |
| 101. | Email fr. A. Liu to S. Treadwell Re: CFW second lien debt announcement, Jan. 28, 2020 (CF00007894 - CF00007896) | | | | | | |
| 102. | Email fr. A. Liu to S. Treadwell Re: CFW second lien debt announcement, Jan. 28, 2020 (CF00007897 - CF00007899) | | | | | | |
| 103. | Email fr. M. Lavigueur to S. Treadwell cc: C. Rowan Re: Exchange Offer Questions, Jan. 28, 2020 (CF00007900) | | | | | | |

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| 104. | Directors and Officers Liability Policy – Zurich D&O Select (CF00007908 - CF00007912) | | | | | | |
| 105. | Email fr. T. de Jonge to D. Dionne, S. Halstead Re: Renewal Binding, May 19, 2020 (CF00007989 - CF00007993) | | | | | | |
| 106. | Excel Spreadsheet – Suppliers (CF00007994) | | | | | | |
| 107. | Excel Spreadsheet – Trade Creditors List (CF00007995) | | | | | | |
| 108. | Calfrac Process & Control Practices (CF00007996 - CF00008001) | | | | | | |
| 109. | Calfrac Business Practice Statement (CF00008002 - CF00008013) | | | | | | |
| 110. | Email fr. N. Johnson to M. Wilks, et al. Re: Board contact details, June 22, 2020 (WB-CF-0000628) | | | | | | |
| 111. | Email fr. R. Kordas to B. Souh et al. Re: Calfrac: NDA, June 6, 2020 (WB-CF-0000698 - WB-CF-0000699) | | | | | | |
| 112. | Email fr. M. Wilks to J. Rocha Re: Calfrac v. Wilks Litigation Update, March 17, 2020 (WB-CF-0000716 - WB-CF-0000720) | | | | | | |
| 113. | Email fr. M. Wilks to P. Pecora Re: Announces Recapitalization Plan (July 14, 2020) – Thanks, Brant, ATB Capital Markets, July 15, 2020 (WB-CF-0000758 - WB-CF-0000759) | | | | | | |
| 114. | Email fr. R. Kordas to M. Wilks et al. Re: Calfrac: NDA, June 3, 2020 (WB-CF-0000760 - WB-CF-0000761) | | | | | | |

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| 115. | Email fr. M. Wilks to R. Kordas et al. Re: Calfrac: NDA, June 3, 2020 (WB-CF-0000762 - WB-CF-0000782) | | | | | | |
| 116. | Email fr. B. Hocke to M. Wilks Re: Announces Recapitalization Plan (July 14, 2020) – Thanks, Brant, ATB Capital Markets, July 15, 2020 (WB-CF-0000816 - WB-CF-0000817) | | | | | | |
| 117. | Email fr. B. Kraus to J. Storz, et al. Re: Calfrac: NDA, June 9, 2020 (WB-CF-0000895 - WB-CF-0000897) | | | | | | |
| 118. | Supplemental Declaration of Chris Simard in Support of Petition for Recognition and Chapter 15 Relief, August 21, 2020 | | | | | | |
| 119. | Declaration of Ronald P. Mathison in Support of Verified Petition for Recognition and Chapter 15 Relief | | | | | | |
| 120. | Transcript Proceedings from Court of the Queen's Bench of Alberta, Action No.: 2001-0834, E-File Name: CVQ20CALFRAC, Aug. 7, 2020 | | | | | | |
| 121. | Wilks Brothers' Press Release and Proposal, Aug. 21, 2020 | | | | | | |
| 122. | Stipulation of Wilks Brothers, Aug. 23, 2020 | | | | | | |
| | Any document or pleading filed in the above- captioned chapter 15 cases. | | | | | | |
| | Any exhibit identified or offered by any other party. | | | | | | |
| | Any exhibit necessary for impeachment and/or rebuttal purposes. | | | | | | |

RESERVATION OF RIGHTS

The Chapter 15 Debtors reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above.

Dated: August 23, 2020

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